

VDOT

Virginia Department of Transportation

INSTRUCTIONS TO UNSOLICITED PROPOSERS

PHASE THREE: REQUEST FOR DETAILED PROPOSALS (RFDP)

Hampton Roads Third Crossing

August 29, 2005

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REQUEST FOR DETAILED PROPOSALS

INSTRUCTIONS TO PROPOSERS

1.0 INTRODUCTION

In accordance with the Public-Private Transportation Act of 1995, as amended, (“the Act”), and Phase Three of the 2001 implementation guidelines, VDOT hereby requests submittals of detailed proposals (“Proposals”). This Request for Detailed Proposals (“RFDP”) is issued to the Proposers for the purpose of establishing the second part of the proposal submission process under the Act.

The Virginia Department of Transportation (“VDOT”) received an unsolicited proposal for the Hampton Roads Third Crossing (“Project”) from the joint venture team of Skanska USA/Washington Group International, Inc./Royal BAM Group nv (“SWB”), dated June 30, 2004. VDOT published notice accepting such proposal for initial review and invited others to submit competing proposals. Fluor Virginia, Inc. (“Fluor”) submitted, a competing proposal for the Project, dated October 8, 2004. The Commonwealth Transportation Board (the “CTB”) approved SWB’s and Fluor’s (“Proposers”) unsolicited conceptual proposals for the project for further evaluation and action under the Act.

2.0 BACKGROUND INFORMATION

2.1 Project Description

The Project consists of approximately 13-miles of limited access expressway in addition to widening approximately 15-miles of interstate highway. The project will cross Hampton Roads and the Elizabeth River via trestles and two new tunnels. The project can be constructed in five usable segments: (1) I-564 to I-664 multi-modal connector; (2) New bridge tunnel parallel to I-664 Monitor Merrimac Bridge Tunnel (“MMBT”); (3) Craney Island connector to Route 164; (4) I-664 peninsula widening; and (5) I-664 Southside widening.

2.2 Legislative Authority for the Project

The Act is the legislative framework enabling the Commonwealth of Virginia to enter into agreements authorizing private entities to design, construct, improve, maintain, and/or operate qualifying transportation facilities. The Commonwealth of Virginia adopted Implementation Guidelines in accordance with the Act. The current guidelines were adopted in 2001.

2.3 Schedule

VDOT currently anticipates conducting Phase Three of the proposal evaluation process in accordance with the following list of milestones and activities. This schedule is subject to revision and VDOT reserves the right to modify this schedule as it finds necessary, in its sole discretion. Every attempt will be made to move through the process as expeditiously as possible; however, variations in the following schedule may be required due to the volume or complexity of Proposals received, and the need for further information, timely cooperation by Proposers, or other unanticipated circumstances.

- | | | |
|-----|--|------------------------|
| 1. | RFDP available to Proposers | 08/29/05 |
| 2. | a. Questions submitted to VDOT | 09/16/05 |
| | b. VDOT response to questions | 09/30/05 |
| 3. | Proposal Due Date | 03/15/06 (4:00 PM EST) |
| 4. | Local Government & VDOT Internal Staff review | 03/16/06 to 05/17/06 |
| 5. | Compile review comments | 05/06 to 06/06 |
| 6. | Advisory Panel review of comments & recommendations | 06/06 |
| 7. | Formal Presentations by Proposers (if required) | TBD |
| 8. | Advisory Panel Public Comment meeting(s) | 06/06 to 10/06 |
| 9. | Advisory Panel recommendation | Fall 2006 |
| 10. | Commissioner's decision | Fall 2006 |
| 11. | Return Proposals or begin negotiations for a Comprehensive Agreement | Winter 2007 |

2.4 VDOT's Point of Contact and Project Reference

2.4.1 VDOT's sole Point of Contact ("POC") for the Project shall be the person designated below. VDOT's POC is the only individual authorized to discuss this RFDP with any interested parties, including Proposers. All communications with VDOT's POC about the Project or this RFDP shall be in writing, as required by applicable provisions of this RFDP. Proposers may not rely upon any oral responses to inquiries.

Name:	Mr. Dusty Holcombe
Title:	Assistant Director, Innovative Project Delivery Division
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2.4.2 VDOT disclaims the accuracy of information derived from any source other than VDOT's POC, and the use of any such information is at the sole risk of the Proposers.

2.4.3 All written communications to VDOT from the Proposers shall specifically reference the correspondence as being associated with "Hampton Roads Third Crossing, unsolicited PPTA proposal."

3.0 GENERAL PROCEDURES AND REQUIREMENTS

This Section 3.0 provides general information, procedures and requirements related to the pre-submittal period to be followed by the Proposers.

3.1 Relationship of Unsolicited Conceptual Proposals, Proposals, and RFDP

3.1.1 Proposers are advised that this RFDP may contain criteria not required in the submittal of the unsolicited conceptual proposals. In the event of any conflict between Proposals submitted in response to this RFDP and information presented in the unsolicited conceptual proposals, the Proposals in response to this RFDP shall govern.

3.1.2 Proposals must include all information required as part of the unsolicited conceptual proposals. However, duplication of information unchanged since being previously submitted is not required. Proposers shall: (a) confirm in their Proposal that the information provided in their unsolicited conceptual proposals remains true and accurate, or, if any such information is no longer true and accurate, then (b) provide updated information that is true and accurate. Proposers are also invited to enhance the level of detail of such information provided in their unsolicited conceptual proposals if they so choose. However, Proposers are expressly advised that to the extent they desire to make any changes to their organizational structure, Key Personnel, or anything else that was submitted in the unsolicited conceptual proposals, they must notify VDOT of such changes in the Proposals submitted in response to this RFDP.

3.1.3 Proposers are reminded that while the evaluation process under this RFDP constitutes new and different evaluation from that conducted under the unsolicited conceptual proposals, VDOT does intend to refer and rely on the unsolicited conceptual proposals previously submitted by the Proposers in the evaluation process under this RFDP, which includes, but is not limited to assessing each Proposer's qualifications and experience.

3.2 Pre-Submittal Responsibilities

3.2.1 Each Proposer shall be solely responsible for examining the RFDP, including any of its Attachments, and any and all conditions which may in any way affect their Proposal or the performance of the work on the Project, including but not limited to:

- .1 examining and carefully studying the RFDP, including any of its Attachments and Addenda, and other information or data identified in the RFDP;
- .2 visiting the Project Site and becoming familiar with and satisfying itself as to the general, local, and Site conditions that may affect the cost, progress, or performance of its work on the Project;
- .3 becoming familiar with and satisfying itself as to all federal, state, and local laws and regulations that may affect the cost, progress, or performance of its work on the Project; and
- .4 determining that the RFDP and Attachments are sufficient to indicate and convey understanding of all terms and conditions for the performance of Proposer's work on the Project.

3.2.2 Proposers are responsible for promptly giving VDOT written notice, in accordance with the processes set forth in Section 7.0 below, of: (a) all conflicts, errors, ambiguities, or discrepancies that Proposers discover in the RFDP and Attachments; and (b) aspects of the RFDP and Attachments that Proposers do not understand. Any failure to do so shall be at Proposers' sole risk, and no relief for error or omission will be provided by VDOT.

3.3 Formal Presentations

Proposers may be required to give oral presentations of their Proposal to the Advisory Panel and/or the public. The format of these presentations may include a formal presentation by Proposers, followed by any questions by the Advisory Panel pertaining to the Proposals or the presentations. The Advisory Panel may also ask Proposers to address concerns expressed through the public comment process. Such presentations will provide opportunities to educate the responsible public entity and the public and/or clarify aspects of the Project. The presentations will also allow the Advisory Panel to seek clarification of project elements and complete deliverable requirements, and provide Proposers with the opportunity to further explain their Proposal. If there is an issue to which the Proposers are unable to respond during the formal presentation, the Advisory Panel may, at their discretion, grant the Proposers a reasonable period of time in which to submit a written response.

4.0 CONTENTS OF PROPOSALS

In order to facilitate evaluation by the panel of the Proposers' respective capabilities and project feasibility, Proposals should be as thorough and detailed as possible so that the respective panels may properly evaluate the Proposers' capabilities to complete the Project.

4.0.1 This Section 4.0 describes specific information that must be included in the Proposals. The format for the presentation of such information within the proposal is described in Section 6.0.

4.0.2 Proposers shall be aware that VDOT reserves the right to conduct an independent investigation of any information, including prior experience, identified in a Proposal by contacting project references, accessing public information, contacting independent parties, or any other means. VDOT also reserves the right to request additional information from a Proposer during the evaluation of its own Proposal.

4.0.3 Proposers shall develop responses to proposal criteria only on Segments 1 and 2 as identified in Section 2.1. VDOT has determined that a focused evaluation of the Proposers qualifications, project descriptions, finances, public involvement and project compatibility of Segments 1 and 2 shall provide VDOT with essential information to evaluate and select a private partner to complete the project as described in Section 2.1. VDOT requests that each Proposer provide information concerning Segments 3, 4, and 5 only if questions in Section 4.1. specifically request that type of information.

4.0.4 Proposals shall specifically identify any elements that are deemed confidential or proprietary. Proposers shall be prepared upon request to provide justification of why such materials shall not be disclosed under the Virginia Freedom of Information Act in the Code of Virginia. The classification of the entire Proposal document and prices as proprietary or trade secrets is not acceptable. Any use of public funds should be disclosed by the Proposer and will not be deemed confidential.

4.0.5 These proposals are unsolicited and presented for evaluation by public agencies. The proposers shall identify any copyrighted, patented or proprietary information.

4.1 Proposal Criteria

Proposers shall be aware that the proposal criteria contained herein supercedes the evaluation criteria as listed in the current implementation guidelines. If the project concept is too preliminary to provide a substantive response to any particular criteria, the Proposer should note this in their response.

4.1.1 Qualifications and Experience

- .1 Provide updated organizational chart(s) showing the functional structure of Proposer's Project team and identify Key Personnel by name. A brief description of significant functional relationships among participants shall accompany each chart, and highlight any changes to the Detailed Proposal from the initial submittal of the conceptual proposal.
- .2 Provide sufficient information to enable VDOT to understand and evaluate the capability of the Proposer to provide a safe working environment for all individuals associated or affected by the Project. At a minimum, Proposer shall respond to the following requirements:
 - .1 Provide the lead contractor's numeric Experience Modification Rating, the rating year and the name of the Insurance Company issuing the rating for each of the past five (5) years.
 - .2 Provide a list of all OSHA citations, the date of each occurrence and their dispositions for the past five (5) years.
 - .3 Provide the lead contractor's OSHA 200 Summary Form for calendar years prior to 2002 and OHSA 300A Summary Form for year 2002 to present or the information contained on these Forms in a similar format for each of the past five (5) years. Also, provide the Recordable Incidence Rates (RIR) and Lost Time Incidence Rates (LTIR) for each of the past five (5) years.
- .3 Describe any notable experience, or other special capabilities, of Proposer's team that Proposer contends:
 - .1 Is critical to evaluating its Proposal;
 - .2 Differentiates Proposer's team from the anticipated competition; or
 - .3 Are concepts that, if mutually developed through negotiation, may offer distinct price or O&M advantages.

.4 Describe any direct or similar experience in the design and construction of facilities in the area of Craney Island.

.5 Provide construction and consultant evaluation ratings performed by VDOT and other public agencies (such as USACE ACASS ratings) on primary team members listed in the organizational chart under Section 4.1.1.1 for large infrastructure projects completed in the last five (5) years.

.6 Identify and provide information on which member of the team will be responsible for the following listed activities and that member's understanding as to how the activity affects the schedule, cost and successful completion of the project:

- .1 Relocating the identified residences and businesses impacted by the project.
- .2 Providing a detailed traffic analysis .
- .3 Conducting the necessary environmental work and obtaining water quality permits, compensation/mitigation design, updating the noise analysis, conducting hazardous materials assessment/remediation (particularly for UXO on the Former Nansemond Depot property under Segment 5), and re-evaluating/supplementing the NEPA document for the project, as necessary. Provide examples of completed or ongoing projects where the identified team members have obtained permits and regulatory approvals of a magnitude similar to the proposed project.
- .4 Having ownership, maintenance, and operation responsibilities for the following:
 - .1 New facilities including, but not limited to toll collection, interstate lighting, tunnel operations, and video surveillance.
 - .2 Technology including, but not limited to software, hardware, incident and video detection, and variable message sign technology.
 - .3 Incident management activities including, but not limited to enforcement, towing and surveillance.
 - .4 Adverse weather conditions including, but not limited to ice/snow removal and flood protection.

.7 Provide an explanation of the financial history and business relationship, if any, between the Proposer's joint venture partners, construction management firm, lead contractor and lead designer.

.8 Provide an explanation of the prior working relationship that the Proposer has had with any other proposed team member of its team, including any proposed subconsultant or major subcontractor.

.9 Describe any project that the contractors or designers listed in the Proposal were involved in within the past five (5) years that resulted in: (a) the assessment of liquidated damages against one of such parties; (b) claims being submitted by or against one of such parties that involve the project owner; (c) one of such parties having received a notice to cure a default due to the party's non-performance or poor performance of the underlying contract; or (d) one of such parties being terminated for cause. For any such situation, explain the circumstances and identify the project owner's representative and its current telephone number.

4.1.2 Project Characteristics

.1 Provide sufficient information to enable VDOT to critically evaluate the Proposer's understanding of tasks involved and approach to developing and operating the Project to include the following:

- .1 A general description of the tasks involved in this Project.
- .2 A description of the approach the Proposer will take in or on the following:
 - .1 Managing the design process, and ensuring timely and quality performance of the design team members.
 - .2 Construction administration and the involvement of the design members of the Proposer's team and VDOT during construction.
 - .3 Designing the bridges and tunnels for a 50 year service life, which requires minimal maintenance, including the use of high performance material. Include how the design methodology effects the life-cycle cost for the proposed facility in Section 4.1.3.1.7.
 - .4 Minimizing impacts on the schedule from unforeseen conditions such as UXO or soil and/or groundwater contamination. Also describe the approach to monitoring and remediating any UXO, or ordnance-related contamination, during construction.
- .3 Identify potential risk factors, special issues, obstacles or challenges that are likely to be encountered. Proposer shall provide this information to VDOT by using the risk allocation matrix, Attachment 4.1.2.3.3. Information should also include any impacts Craney Island's site features and subsurface conditions may have on Segment 3 of the Project.
 - .1 Identify and describe activities related to major areas of risk that could significantly impact the successful outcome of the project.

- .2 Identify the impact if risk occurs and the probability of occurrence by using Low (0 to 30%), Medium (30 to 60%) and High (60 to 100%).
 - .3 For each risk, estimate the cost of risk coverage that Proposer anticipates to be added to the cost estimate.
 - .4 Identify which entity will be responsible for each identified risk.
 - .5 Provide a detailed narrative explaining how the Proposer will manage the risk and/or why VDOT will be better positioned to manage and minimize the risk. If shared risk is identified, each entity's responsibilities must be clearly defined.
 - .6 Describe a preliminary risk management plan to mitigate each risk, issue or challenge identified.
- .2 Describe any aesthetic characteristics of the proposed mid-harbor I-564/I-664 interchange that will complement the surroundings and not detract from them.
- .3 Identify if the segments will provide for multimodal travel and the type of multimodal travel each segment will accommodate (i.e. HOV, passenger rail, and/or bus travel); if any of the multimodal travel will be implemented simultaneously; if one type of multimodal travel would eliminate other multimodal options in the future; and if the right-of-way for the rail will be included as part of this project. Accommodation of the type of multimodal travel should be in accordance with the FEIS.
- .4 Describe the Proposer's anticipated approach to quality control during design and construction including but not limited to:
- .1 An identification of how the quality control function will be organized and an overview of the quality assurance/quality control (QA/QC) plan.
 - .2 A description of how the quality control plan during each segment will be implemented, including how it will interface with the Proposer's organization and VDOT staff.
 - .3 Internal QA/QC performance records for QA/QC and lead contractor and designer quality evaluations for the last five (5) years.
 - .4 How the Proposer's QA/QC plan meet or exceed FHWA and VDOT requirements Refer to the August 2004 FHWA Construction Program Management and Inspection Guide and attached VDOT requirements under Section 9.6.1.3.

- .5 Discuss any lessons learned from projects of similar scale and scope, such as the risk management plan or the performance specification for pre-cast concrete tunnel sections used on the Oresund Link Project, and how the Proposer would incorporate such lessons to the benefit of this project.

.5 Provide a schedule for the Segments 1 and 2 of the Project showing the sequence and interdependence of critical activities required for the completion of the work, the date on which work will commence and the contemplated dates for completing items of work. The diagram shall clearly depict the order, interdependence and duration of each activity. The diagram should be neatly lettered and legibly drawn. A written narrative of the initial baseline schedule shall be submitted and describe each element shown. The baseline schedule shall include, but not be limited to the following activities and related milestones:

1. Any required legislative actions or regulatory approvals
2. Preliminary design
3. NEPA compliance activities
4. Financial Planning
5. Environmental permitting
6. Any environmental requirements as referenced under 9.6.1.1
7. Design
8. Right-of-Way acquisition
9. Relocation of businesses and residences
10. Utility relocation work by public and private utility companies
11. Commencement of Construction
12. Completion date
13. Initiation of toll facilities and/or operations and maintenance of the facilities
14. Government approvals including, but not limited to CTB and FHWA
15. Note whether Proposer's price estimate is linked to its schedule. Refer to Section 4.1.3.2

Ensure that valid assumptions are utilized for all schedule durations (for example, utilize a valid assumption for the duration of the required environmental and permitting activities), and anticipated schedule and work restrictions in the navigable shipping channels and any in-stream restrictions.

.6 Provide a map of appropriate scale depicting the location of the Project, and adequate engineering documentation for the proposed improvements that is consistent with the level of engineering required to develop the Proposer's price estimate. Topographic detail is not needed unless an engineering or other issue needs to be illustrated for evaluation. The submitted information should be manageable, yet provide sufficient detail to adequately evaluate the proposed improvements. Also present the viability of the Proposal without any design exceptions or how the Proposer plans to justify any design exceptions that will be required. Provide the following:

- .1 Exceptions to preliminary line and grade provided under Section 9.6.1.4.

- .2 Specific subject and locations of the design exceptions the Proposer will be submitting to VDOT for review and evaluation.
- .3 Supporting justification for the design exceptions.
- .4 Supporting data and/or engineering detail to support any justification.
- .7 Describe in detail any guarantees, warranties, and options provided by the Proposer to VDOT. Cost estimates of these items should be reflected under Section 4.1.3.1.9.
- .8 In respect to the operation of the facility, provide the following information:
 - .1 A description of how the Proposer would plan to toll the facility or adjacent facilities and a description of the technology to be implemented for tolling.
 - .2 Identify any legislation that will be required in connection with tolling and any anticipated toll increases throughout the life of the project and concession agreement.
 - .3 Identify the anticipated useful life of the tolling technology and how the proposer intends to upgrade technology during the life of the agreement and what is expected to be transferred to VDOT at the end of the life/ownership of the facility.
 - .4 A plan to interface proposers infrastructure into nearby facilities (i.e. Hampton Roads STC). Technology deployments must be consistent with the Hampton Roads Regional Intelligent Transportation Systems Architecture. Plan should display the Proposer's understanding on the technology needed for deployment, the means and method for executing deployment, identify operator of the technology, and how the technology will be integrated into VDOT's STC, and if operations is shared, how it will be shared.
 - .5 Identify who has authority of facility during emergency and/or high congestion situations. If VDOT is not the identified party, describe coordination, decision-making authority that will be made with VDOT for operation of traffic management functions.
- .9 In respect to the maintenance of the facility, provide the following information:
 - .1 A plan defining the level of service for routine maintenance services for proposed assets.
 - .2 The duration of Proposer's maintenance responsibilities and the proposed maintenance performance levels for the transportation assets including the travel way and the toll facilities.
 - .3 Describe how the condition of the assets will be monitored in order to meet the proposed maintenance performance levels.

.10 Provide traffic analysis which:

- .1 Indicates traffic data used in the Proposal is in conformance with the long-range transportation plan and reference said plan in determining the anticipated traffic growth. If Proposer chooses to use different traffic data, provide detailed information supporting such decision.
- .2 In an effort to justify assumptions for the use of congestion pricing as a tolling alternative for this project, please site examples of projects, nationally, that have implemented congested pricing on adjacent facilities where no improvements have been constructed. Explain the type of Federal interaction and state and local coordination required.
- .3 Indicates how the Proposer intends to satisfy the Level of Service (LOS) design criteria requirements for projects on the National Highway System, which mandates that any proposed design accommodate the projected traffic with a minimum of a 20-year horizon, including all mainline lanes and interchanges.

4.1.3 Project Financing

.1 Provide a preliminary plan of finance for the Project, for all segments should a phased approach be taken, for all work necessary for the completion of the project including assumptions where VDOT is responsible for the work and/or the funding. The preliminary plan of finance should include a cost estimate in current dollars and inflated dollars to year of expenditure (indicate the inflation factor(s) used) to include the following details:

- .1 Amount and type of private investment
- .2 Amount of private development expenditures at-risk
- .3 Expected rate of return on
 - Equity investment
 - Development expenditures
- .4 Public financial sources
 - Over a six year span, identify the capital cost (preliminary engineering, right of way, construction, etc.) associated with the Project (“Capital Related Costs”)
 - Based on identified Capital Related Costs, identify what sources of public transportation monies, if any, the Proposer intends to use to cover the costs of the Project
 - Toll revenue bonds
 - Anticipated toll rates
- .5 Schedule of expenditures and revenues
 - Provide analysis that considers the ramp-up period of a new toll facility
 - Detailing the preliminary plan of finance including, but not limited to schedules of debt issuances that correspond with the construction of the Project, and debt

- amortization, a project draw schedule, deposits to fund reserve accounts and anticipated cash flows
 - .6 Electronic toll collection, manual toll collection, and ITS applications for new and existing facilities
 - .7 Projected total life-cycle cost of the proposed facility by using the Life-Cycle Cost Analysis referenced under Section 4.1.3.8
 - .8 Environmental Requirements, where appropriate, as identified under Section 9.6.1.1, and associated with the measures stated in the Record of Decision to be taken to mitigate or reduce the adverse environmental impacts of the project
 - .9 Guaranties, Warranties, and Options Provided to VDOT
 - .10 Right of Way and Utility costs
- .2 Provide information regarding the project cost estimating methodology. Provide a breakdown (including all items and note whether proposer's estimate is linked to proposer's schedule, and if so, list the approximate price of each activity, including, but not limited to tolling systems, sound barriers, right of way acquisition, utility relocations, and all other project contingencies) of the project cost estimate by segment only. Address the need for items, excluded from the cost estimate provided in the conceptual proposal including but not limited to the following: noise barriers (and demolition costs), water quality permitting, soil and/or groundwater contamination; locating, purchasing, and constructing a compensation site (the compensation site proposed in the FEIS is no longer available); utility relocation; and relocating the residences and businesses impacted by the Project.
- .3 Identify the Value Pricing plan the Proposer intends to implement to address the placement of tolls on existing facilities where no improvements are made. The plan should :
- .1 Be included in the annual revenue projections and provide a rate schedule, toll structure, and assumptions, in relation to time.
 - .2 Provide a detailed discussion and methodology about user fees or toll rates, and usage of facility such as traffic forecasts and assumptions. Note that the Hampton Roads Planning District Commission recently presented a draft Regional Toll Feasibility Study. Please note any exceptions to the presentations (Section 9.6.1.5) in the proposed financial plan.
 - .3 Justification for variable pricing estimates that are based on traffic flow and time savings at different times of the day and week (e.g. peak versus non-peak periods).
 - .4 Evaluate the impact of the implementation of tolls on current and future transportation infrastructure modes such as transit and rail, highways and bridges in Hampton Roads.
- .4 Provide evidence from a surety or insurance company (with a Best's Rating of A minus and VIII or better by A. M. Best Co.) stating that the Proposer is capable of obtaining a performance and payment bond in the amount of the anticipated cost of construction per segment or phase of construction, if applicable. The bonds will cover the Project and any warranty periods.

.5 Provide documentation regarding any anticipated commitments/obligations from all parties, equity, debt or other financing mechanisms, appropriations, highway allocations or any other public sector resources/funding (If public funds are proposed, VDOT may request the CTB approval of the financial plan and commitments prior to advancing to the detailed negotiations phase). Include a schedule of project revenues and ongoing project operating and maintenance costs.

.6 Disclose any outstanding litigation that could materially and adversely affect the financial condition of the joint venture partners, if any, construction management firm, if any, lead contractor and the lead designer, and other primary participants.

.7 Provide the most recent copies of the Proposer's Annual Reports and/or Financial Statements.

.8 Proposers shall provide a Life-Cycle Cost Analysis (LCCA) in the Proposal. The LCCA shall describe all initial construction and future maintenance costs for the design, construction, maintenance and operation of the Facility. The Proposal should include a description of the methodology used in the preparation of the LCCA. Proposers may consult materials referenced in this section to assist in the preparation of the LCCA.

.1 The LCCA should include the following:

- .1 Description of the design and/or construction methods proposed to accomplish the structural and performance objectives of the project.
 - .2 The schedule involved in implementing the initial and future design, construction, maintenance and rehabilitation activities contained in the proposal.
 - .3 Establish and describe the design concepts contained in the Proposal.
 - .4 Determine the timing of construction and maintenance activities.
 - .5 Estimate the agency or entity cost for the analysis period as required in Section 4.1.3.8.3.
- .2 All costs included in the LCCA submitted as part of the Proposal shall be calculated using the Present Value (PV) approach. The PV shall be established for the period of time of the first cost outlay contemplated by the Proposers as part of their submission.
 - .3 For the LCCA, a 50-year analysis period of the Facility should be used in order to capture the maintenance and rehabilitation costs that span at least one full series of treatment activities.

The Proposers may consult the references listed under Section 9.6.1.6 to assist in the development of the LCCA recommended by this Section.

4.1.4 Public Support

.1 Describe the plan for addressing public involvement and public acceptance of the proposed scope, anticipated tolling of adjacent facilities and finance plan. Identify how the proposer will maintain public relations during the Project, including potential challenges in this area and approaches to address them.

.2 Explain the plans to gain all approvals required to proceed with the project, including environmental, interstate access modification and design exception approvals.

4.1.5 Project Benefit/Compatibility

.1 Provide information regarding conformity issues, evaluations, and amendments that may need to be addressed and could impact an implementation schedule to include the following:

1. Air quality and congestion management systems to be included in the Project.
2. Consider the impact to the schedule and cost to complete the air quality analysis, congestion management, conformity analysis, and other MPO coordination activities
3. How the Project addresses the needs of the appropriate state and local transportation plans and local comprehensive plans or the steps required for acceptance into such plans (include public transportation).

5.0 EVALUATION and SELECTION PROCESS FOR PROPOSALS

Proposals will be evaluated and selected in accordance with the Act and current implementation guidelines unless otherwise noted in this document. Prior to acquiring, constructing, improving, maintaining, and/or operating a transportation facility, the Proposer(s) selected must enter into a comprehensive agreement with VDOT. In accordance with the current Act, prior to or in connection with the negotiation of the comprehensive agreement, the Department may enter into an interim agreement with the private entity proposing the development and/or operation of the qualifying transportation facility or facilities. The minimum terms and conditions of the comprehensive and interim agreement are outlined in the current implementation guidelines and reference is hereby made thereto. VDOT plans to issue the baseline conditions of the comprehensive agreement prior to the Proposal due date.

6.0 PROPOSAL SUBMITTAL REQUIREMENTS

This Section 6.0 describes the requirements and format that Proposers must satisfy in submitting Proposals. Failure of Proposers to submit their Proposals in accordance with this RFDP may result in rejection of their Proposals.

6.1 Due Date, Time and Location

6.1.1 All Proposals must be received by the due date set forth in Section 2.3. Proposers are required to deliver 20 copies and one CD of their Proposal to the POC at the following address:

Virginia Department of Transportation
Innovative Project Delivery Division
1401 East Broad Street
Main Building, 4th Floor
Richmond, VA 23219
Phone: (804) 786-7766

Neither fax nor email submissions will be accepted. Proposers are responsible for effecting delivery by the deadline above. VDOT reserves the right to reject any late submissions without opening, consideration, or evaluation, and will be returned unopened to the sender. VDOT accepts no responsibility for misdirected or lost Proposals.

6.2 Requirements

6.2.1 Proposals are to be sealed in mailing envelopes or packages bearing the Proposer's name, address, and the words "Hampton Roads Third Crossing, unsolicited PPTA proposal" clearly written on the outside. The cover page must include the title of the Proposal, the name and address of the proposing entity, the person authorized to act on behalf of the Proposer and his or her telephone and facsimile numbers.

6.2.2 Copies of Detailed Proposals must be provided directly to the governing body of each local jurisdiction (city, town, etc.) affected by the Project that is not a responsible public entity, at such time as the Proposal is submitted to VDOT. A list of all local jurisdictions being provided a copy of the Proposal must accompany the proposal with the name and address of recipient and date delivered. Those affected local jurisdictions have 60 days from receipt of the Proposals to submit written comments to VDOT. All comments provided will be reviewed by the Advisory Panel. If comments have not been received within the 60-day time frame or such longer period as the chairman of the Advisory Panel may allow, VDOT will conclude that the affected local jurisdiction opposes the proposals.

6.3 Proposal Review Fee

6.3.1 Prior to entering the Third Phase of the evaluation process, the remaining non-refundable, non-negotiable minimum amount of Forty Thousand Dollars (\$40,000.00) (“Proposal Review Fee”) must be submitted for each Proposal to offset the costs of processing and reviewing the Proposals.

6.3.2 The Proposal Review Fee should accompany the proposal submission to the individual identified in Section 6.1 above.

6.3.3 Should the cost of reviewing the Proposals exceed the Proposal Review Fee, the Secretary of Transportation may assess the Proposer(s) the additional state cost to evaluate the Proposal and negotiate a comprehensive agreement.

6.3.4 Failure to submit the Proposal Review Fee shall suspend VDOT’s consideration of a Proposal. The Proposal Review Fee shall be submitted in the form of a cashier’s check made payable to the Treasurer of Virginia.

6.4 Proposal Preparation

Proposals must be signed by an authorized representative of the firm or consortium making the Proposal. All information requested under Section 4.0 should be submitted. Proposals that do not include all information requested will be noted incomplete and evaluated accordingly. Proposals that fail to include all information requested for Proposals may be given an opportunity promptly to submit missing information at VDOT’s discretion.

6.4.1 Proposals should be prepared simply and economically, providing a straightforward, concise description of the Proposer’s capabilities to complete the Project. Emphasis should be placed on completeness and clarity of content.

6.4.2 Proposals should include a comprehensive scope of work and provide enough information about the project to determine whether it meets criteria stated in Section 4.0. In addition, the financial plan for the project must contain enough detail so that an analysis will reveal whether the project financing is feasible.

6.4.3 All pages of the Proposal should be numbered. Evaluation of the proposals will be better facilitated if Proposers will cross reference responses by citing the Section number, and page number within the proposal where the response to each criterion is located. If a response covers more than one page, the number should be repeated at the top of the next page. The Proposals should contain a table of contents, which cross references the requirements by number. For example:

Proposal Criteria Section Number	Detailed Proposal Page Number
4.1.1 Qualifications and Experience.....	Page 1
.1.....	Page 1
.2.....	Page 2

Information, which Proposers desire to present, that do not fall within any of the requirements should be inserted at an appropriate place or be attached at the end of the Proposals and designated as additional material. Proposals that are not organized in this manner risk elimination from consideration.

6.4.4 Provide each copy of the Proposal in a 3-ring binder. All documentation submitted with the Proposals should be contained in that 3-ring binder. All Proposals must be on 8.5”X11” paper, with the exception of the project schedule that may be on a longer sheet of paper, folded to 8.5”X11”. No font shall be smaller than 12 point. No corporate brochure or other general marketing documents shall accompany the submittal.

6.4.5 An electronic copy of the complete Proposal shall be submitted on a CD in Microsoft Word and in a format suitable for publication on VDOT’s web site.

7.0 QUESTIONS AND CLARIFICATIONS

7.1 All questions and requests for clarification regarding this RFDP shall be submitted to VDOT in writing to VDOT’s POC. No requests for additional information, clarification or any other communication should be directed to any other individual.

7.2 All questions or requests for clarification must be submitted by the due date set forth in Section 2.3 above.

7.3 VDOT’s responses to questions or requests for clarification shall be in writing, and will be accomplished by an Addendum to this RFDP. VDOT will not be bound by any oral communications, or written interpretations or clarifications that are not set forth in an Addendum.

7.4 VDOT shall have the right to seek clarifications from Proposers to fully understand information contained in the Proposals and to help evaluate and rank the Proposers.

8.0 RIGHTS AND OBLIGATIONS OF VDOT

8.1 Reservation of Rights

8.1.1 In connection with the implementation guidelines of the Act, VDOT reserves to itself all rights (which rights shall be exercisable by VDOT in its sole discretion) available to it under applicable law, including without limitation, the following, with or without cause and with or without notice:

- .1 The right to cancel, withdraw, postpone or extend this RFDP in whole or in part at any time prior to the execution by VDOT of the Contract, without incurring any obligations or liabilities.
- .2 The right to issue a new RFDP.
- .3 The right to reject any and all submittals, responses and proposals received at any time.
- .4 The right to modify all dates set or projected in this RFDP.
- .5 The right to terminate evaluations of responses received at any time.
- .6 The right to suspend, discontinue and terminate comprehensive agreement negotiations with any Proposer at any time prior to the actual authorized execution of such agreement by all parties, subject to appropriate documentation.
- .7 The right to revise and modify, at any time prior to the Proposal submittal date, factors it will consider in evaluating responses to this RFDP and to otherwise revise its evaluation methodology.
- .8 The right to waive or permit corrections and request revisions to data submitted with any response to this RFDP until such time as VDOT declares in writing that a particular stage or phase of its review of the responses to this RFDP has been completed and closed.
- .9 The right to issue addenda, supplements, and modifications to this RFDP, including but not limited to modifications of evaluation criteria or methodology.
- .10 The right to permit submittal of addenda and supplements to data previously provided with any response to this RFDP until such time as VDOT declares in writing that a particular stage or phase of its review of the responses to this RFDP has been completed and closed.
- .11 The right to hold meetings and conduct discussions and correspondence with one or more of the Proposers responding to this RFDP to seek an improved understanding and evaluation of the responses to this RFDP.
- .12 The right to request or obtain additional information about any proposals.
- .13 The right to seek or obtain data from any source that has the potential to improve the understanding and evaluation of the responses to the RFDP, including the right to seek clarifications from Proposers.

- .14 The right to permit Proposers to add or delete firms and/or key personnel until such time as VDOT declares in writing that a particular stage or phase of its review has been completed and closed.
- .15 The right to add or delete Proposer responsibilities from the information contained in this RFDP.
- .16 The right to appoint and change appointees of the Evaluation Team.
- .17 The right to use assistance of outside technical and legal experts and consultants in the evaluation process.
- .18 The right to waive deficiencies, informalities and irregularities in a Proposal, accept and review a non-conforming Proposal or seek clarifications or supplements to a Proposal.
- .19 The right to disqualify any Proposer that changes its submittal without VDOT approval.
- .20 The right to revise, supplement or withdraw all or any part of the implementation guidelines to the Act.
- .21 The right to respond to all, some, or none of the inquiries, questions and/or request for clarifications received relative to the RFDP.
- .22 The right to decline to return any and all fees required to be paid by Proposer as stated herein.
- .23 The right to negotiate with a Proposer without being bound by any provision in its proposal.

8.2 No Assumption of Liability

8.2.1 VDOT assumes no obligations, responsibilities, and liabilities, fiscal or otherwise, to reimburse all or part of the costs incurred or alleged to have been incurred by parties considering a response to and/or responding to this RFDP. All such costs shall be borne solely by each Proposer and its team members.

8.2.2 In no event shall the Commonwealth, the Commonwealth Transportation Commissioner or VDOT be bound by, or liable for or reimburse, the costs incurred by Proposers, whether or not selected for negotiations, in developing Proposals or in negotiation agreements. Any and all information VDOT makes available to Proposers shall be as a convenience to the Proposer and without representation or warranty of any kind. Proposers may not rely on any obligations with respect to the Project until such time (if at all) a comprehensive agreement, in form and substance

satisfactory to VDOT, has been executed and authorized by VDOT and, then, only to the extent set forth therein.

9.0 MISCELLANEOUS

9.1 Public Records Act

9.1.1 All information provided by Proposer to VDOT pursuant to this RFDP, including the Proposal, are, upon their receipt by VDOT, deemed the property of VDOT, will not be returned to the submitting Proposer and are subject to the Virginia Public Records Act, Section 42.1-76 et seq. (the “Public Records Act”). Proposers should familiarize themselves with the provisions of the Public Records Act. In no event shall VDOT, or any of its agents, representatives, employees or consultants, be liable to an Proposer or a team member of an Proposer as the result of the disclosure of all or a portion of a Proposal submitted under this RFDP.

9.1.2 If a responding Proposer has special concerns about information which it desires to make available to VDOT but which it believes constitutes a trade secret, proprietary information, or other confidential information exempted from disclosure, such responding Proposer should specifically and conspicuously designate that information as such in its Proposal and state in writing why protection of that information is needed. Blanket designations that do not identify the specific information shall not be acceptable and may be cause for VDOT to treat the entire Proposal as public information. Nothing contained in this provision shall modify or amend requirements and obligations imposed on VDOT by the Public Records Act or other applicable law, and the provisions of the act or other applicable laws shall control in the event of a conflict between the procedures described above and the applicable law.

9.1.3 If VDOT receives a request for public disclosure of all or any portion of a response that an Proposer has designated as a trade secret, proprietary information, or other confidential information exempted from disclosure, VDOT will notify the applicable Proposer of the request and give such Proposer an opportunity to seek a court injunction against the requested disclosure within the time period specified in the notice issued by VDOT.

9.1.4 Because of the confidential nature of the contract development and negotiation process associated with Phase Four of the implementation guidelines, and to preserve the propriety of each Proposer’s negotiations work product, it is VDOT’s intention, subject to the Public Records Act, to consider no request for disclosure until after VDOT’s issuance of a Notice of Intent to Award. Proposers are on notice that once a contract is executed, some or all of the information submitted to VDOT during Phase Four may lose its protection under the Public Records Act.

9.2 Virginia Freedom of Information Act

9.2.1 All Proposals submitted to VDOT become the property of VDOT and are subject to the Virginia Freedom of Information Act (FOIA) (Section 2.1-340 et seq.). Proposers are advised to

familiarize themselves with the Act's provisions to ensure that documents identified as confidential will not be subject to disclosure under FOIA. In no event shall the Commonwealth, the Commonwealth Transportation Commissioner, or VDOT be liable to a Proposer for the disclosure of all or a portion of a proposal submitted under the PPTA guidelines.

9.2.2 In the event that VDOT receives a request for public disclosure of a portion of a Proposal identified as confidential, VDOT will attempt to notify the Proposer of the request, providing an opportunity for such Proposer to assert, in writing, claimed exemptions under the FOIA or other Commonwealth law. VDOT will come to its own judgment whether or not the requested materials are exempt from disclosure. In the event VDOT elects to disclose the requested materials, it will provide the Proposer advance notice of its intent to disclose.

9.2.3 If a Proposer has special concerns about proprietary information which it would desire to make available to VDOT, prior to submission of its Proposal, such Proposer may wish to:

- .1 Make a written request to the Director of Innovative Project Delivery Division for a face-to-face meeting to specify and justify proposed confidential documents.
- .2 Make an oral presentation to the Director of Innovative Project Delivery Division and if desired, VDOT's legal counsel.
- .3 Receive a letter from the Director of Innovative Project Delivery Division accepting/rejecting confidentiality request.
- .4 Conduct similar process with affected local jurisdictions. Failure to take such precautions prior to submission of a Proposal may subject confidential information to disclosure under the Virginia FOIA.

9.3 Requirement to Keep Team Intact

9.3.1 The team proposed by Proposer, including but not limited to Key Team Personnel, and other individuals identified pursuant to Section 4.1.1 above, shall remain on Proposer's team for the duration of the procurement process and, if the Proposer is awarded the Contract, the duration of the Contract. If extraordinary circumstances require a proposed change, it must be submitted in writing to VDOT's POC, who, at his sole discretion, will determine whether to authorize a change. Unauthorized changes to the Proposer's team at any time during the procurement process may result in the elimination of the Proposer from further consideration.

9.4 Disadvantaged Business Enterprises

9.4.1 It is the policy of VDOT that Disadvantaged Business Enterprises (DBEs), as defined in 49 CFR Part 26, shall have every opportunity to participate in the performance of construction/consultant contracts. Proposers are encouraged to take all necessary and reasonable

steps to ensure that DBEs have every opportunity to compete for and perform services on contracts, including participation in any subsequent supplemental contracts. If a portion of the work on the Project is to be subcontracted out, Proposers must seek out and consider DBEs as potential subcontractors. DBEs must be contacted to solicit their interest, capability and qualifications. Any agreement between an Proposer and a DBE whereby the DBE promises not to provide services to any other Proposer or other contractors/consultants is prohibited.

9.4.2 If a DBE is not certified, the DBE must become certified with the Virginia Department of Minority Business Enterprises (VDMBE) prior to the Proposal Due Date. If the DBE is a prime, the firm will receive full credit for the planned involvement of their own workforce, as well as the work they commit to be performed by DBE subcontractors. DBE primes are encouraged to make the same outreach. DBE credit will be awarded only for work actually performed by DBEs themselves. When a DBE prime or subcontractor subcontracts work to another firm, the work counts toward DBE goals only if the other firm itself is a DBE. A DBE must perform or exercise responsibility for at least 30% of the total cost of its contract with its own workforce.

9.4.3 DBE certification entitles a firm to participate in VDOT's DBE Program. However, it does not guarantee that the firm will obtain work from VDOT nor does it attest to the firm's abilities to perform any particular type of work.

9.5 Administrative Requirements

In addition to the specific submittal requirements set forth in Sections 3.0 and 4.0 above, all Proposers shall comply with the following:

9.5.1 All business entities, except for sole proprietorships, are required to be registered with the Virginia State Corporation Commission (a Business Registration Guide is available on the Internet at <http://www.state.va.us/scc/division/clk/brg.htm>). Foreign Professional Corporations and Foreign Professional Limited Liability Companies must possess a Commonwealth of Virginia Certificate of Authority from the State Corporation Commission to render professional services. Any business entity other than a professional corporation, professional limited liability company or sole proprietorship must be registered in the Commonwealth of Virginia with the Department of Professional & Occupational Regulation, Virginia Board for Architects, Professional Engineers, Land Surveyors and Landscape Architects (http://www.state.va.us/dpor/ape_regs.htm). Board regulations require that all professional corporations and business entities that have branch offices located in Virginia which offer or render any professional services relating to the professions regulated by the Board be registered with the Board. Registration involves completing the required application and submitting the required registration fee for each and every branch office location in the Commonwealth. All branch offices that offer or render any professional service must have at least one full-time resident professional in responsible charge who is licensed in the profession offered or rendered at each branch. All firms involved that are to provide professional services must meet this criteria prior to a contract being executed by VDOT.

9.5.2 VDOT will not consider for award any Proposals submitted by any Proposers and will not consent to subcontracting any portions of the proposed contract to any subconsultants in violation of the provisions of the Federal Immigration Reform and Control Act of 1986, which prohibits employment of illegal aliens.

9.5.3 All Proposers must have internal control systems in place that meet federal requirements for accounting. These systems must comply with requirements of 48CFR31, "Federal Acquisition Regulations, Contract Cost Principles and Procedures," and 23CFR172, "Administration of Negotiated Contracts."

9.5.4 VDOT assures compliance with Title VI of the Civil Rights Act of 1964, as amended. The consultant and all subconsultants selected for this project will be required to submit a Title VI Evaluation Report (EEO-D2) when requested by the Department to respond to the RFDP. This requirement applies to all consulting firms with fifteen (15) or more employees.

9.5.5 VDOT does not discriminate against a Proposer because of race, religion, color, sex, national origin, age, disability, or any other basis prohibited by state law relating to discrimination in employment. This requirement includes all applicable VDOT Road and Bridge Specifications.

9.5.6 Any business entity which is closely associated to another business entity so that one entity controls or has the power to control the other entity either directly or indirectly; or, when a third party has the power to control or controls both; or where one business entity has been so closely allied with another business entity through an established course of dealings, including but not limited to the lending of financial wherewithal, engaging in joint ventures, etc. as to cause a public perception that the two firms are one entity. Firms which are owned by a holding company or a third party, but otherwise meet the above conditions and do not have interlocking directorships or joint officers serving, are not considered to be affiliates.

9.5.7 Please indicate, by executing and returning the attached Certification Regarding Debarment Forms, set forth as Attachments 9.5.7 hereto, if your firm, subconsultant, subcontractor, or any person associated therewith in the capacity of owner, partner, director, officer or any position involving the administration of Federal or State funds:

- .1 Is currently under suspension, debarment, voluntary exclusion or determination of ineligibility by any federal agency.
- .2 Has been suspended, debarred, voluntarily excluded or determined ineligible by any federal agency within the past three years.
- .3 Does have a proposed debarment pending; or has been indicted, convicted, or had a civil judgment rendered against it or them by a court of competent jurisdiction in any matter involving fraud or official misconduct within the past three years.

Any of the above conditions will not necessarily result in denial of award, but will be considered in determining Proposer responsibility. For any condition noted, indicate to whom it applies, initiating agency, and dates of action. Providing false information may result in federal criminal prosecution or administrative sanctions.

9.5.8 Proposers shall note and comply with the following requirements relative to the eVA Business-to-Government Vendor system.

.1 The eVA Internet electronic procurement solution, web site portal (<http://www.eva.state.va.us>), streamlines and automates government purchasing activities in the Commonwealth. The portal is the gateway for vendors to conduct business with state agencies and public bodies. All vendors desiring to provide goods and/or services to the Commonwealth shall participate in the eVA Internet e-procurement solution either through the eVA Basic Vendor Registration Service or eVA Premium Vendor Registration Service. All bidders or Proposers must register in eVA; failure to register prior to the award of a contract will result in the bid/proposal/ expression of interest being rejected.

.2 eVA Basic Vendor Registration Service: \$25 Annual Fee plus a Transaction Fee of 1% per order received. The maximum transaction fee is \$500 per order. eVA Basic Vendor Registration Service includes electronic order receipt, vendor catalog posting, on-line registration, and electronic bidding.

.3 eVA Premium Vendor Registration Service: \$200 Annual Fee plus a Transaction Fee of 1% per order received. The maximum transaction fee is \$500 per order. eVA Premium Vendor Registration Service includes all benefits of the eVA Basic Vendor Registration Service plus automatic email or fax notification of solicitations and amendments, and ability to research historical procurement data, as they become available.

9.6 Attachments and Links

9.6.1 The following information is provided to the Proposers for informational purposes only:

.1 Environmental Recommendations and Responsibilities

Attachment A.

.2 FHWA Construction Program Management and Inspection Guide

<http://www.fhwa.dot.gov/construction/cpmi04tc.htm>

.3 VDOT Requirements for QA/QC plans

Attachment B – Geotechnical Work for Design-Build

Attachment C – Density Control of Embankments and Backfill

Attachment D – Construction of Deep Foundation Systems

.4 Hampton Roads Third Crossing Rail Design Study and Basis and FEIS

<http://www.virginiadot.org/projects/studyhro-crossing.asp>

.5 Hampton Roads Toll Feasibility Study Work-In Progress Presentations

<http://www.hrpdc.org/default.html>

.6 Life-Cycle Cost Analysis (LCCA) References

The *GUIDELINES FOR PAVEMENT LIFE CYCLE COST ANALYSIS*, issued by the VDOT Materials Division of the Virginia Transportation Research Council, Version 1.0, dated May 2002, and available at: <http://www.virginiadot.org/business/resources/bu-mat-pde-LCCADocMay02.pdf>.

The National Cooperative Highway Research Program (NCHRP), Project 12-43, *NCHRP Report 483, Bridge Life Cycle Cost Analysis*, available at: http://gulliver.trb.org/publications/nchrp/nchrp_rpt_483a.pdf.

The *Life-Cycle Cost Analysis Primer*, issued by the Federal Highway Administration (FHWA), Office of Asset Management, and the FHWA Office of Asset Management web site at: <http://www.fhwa.dot.gov/infrastructure/asstmgmt/lcca.htm>

.7 VDOT Geotechnical Database Management System

Proposers may contact VDOT for specific geotechnical information not included in the GIS.

http://gis.virginiadot.org/GDBMS_menu.htm

.8 Project No. R000-112-108, PE-101 (I-564 Plans)

Attached CD labeled I-564 Plans

9.6.2 The following forms are specifically made a part of, and incorporated by reference into, these Instructions for Proposers:

IDENTIFY FORM LIST:

CERTIFICATION REGARDING DEBARMENT-

PRIMARY COVERED TRANSACTIONS (ATTACHMENT 9.5.7)

LOWER TIER COVERED TRANSACTIONS (ATTACHMENT 9.5.7)

RISK ALLOCATION MATRIX (ATTACHMENT 4.1.2.3.3)